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**GUANGDONG ADWAY CONSTRUCTION (GROUP) HOLDINGS COMPANY LIMITED\***

**廣東愛得威建設（集團）股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 6189)**

## **COMPLETION OF ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE AND GENERAL MANDATE**

Reference is made to the announcements of Guangdong Adway Construction (Group) Holdings Company Limited\* (the “**Company**”) dated 9 May 2019, 22 May 2019 and 28 May 2019, and the circular of the Company dated 17 June 2019 (the “**Circular**”) in relation to the subscription of shares in the Company. Capitalised terms used herein shall have the same meanings as defined in the Circular.

### **COMPLETION OF THE ISSUE OF SHARES IN THE COMPANY**

The Board is pleased to announce that all of the conditions precedent under the First Domestic Share Subscription Agreement and Second Domestic Share Subscription Agreements (as amended by the Termination Agreements) (collectively, the “**Subscription Agreements**”) have been fulfilled. Completion of Subscription Agreements took place on 31 July 2019 (the “**Completion**”), and the First Subscription Shares and Second Subscription Shares were issued to Ningbo Yingxiang and the Subscribers respectively. The First Subscription Shares and the Second Subscription Shares, i.e., in aggregate 19,880,645 new Shares, were allotted and issued to Ningbo Yingxiang and the Subscribers at the Subscription Price of RMB6.2 (equivalent to approximately HK\$7.19<sup>Note</sup>) per Domestic Share pursuant to the terms and conditions of the Subscription Agreements.

The gross proceeds and the net proceeds from the issue of First Subscription Shares and Second Subscription Shares are approximately RMB123,260,000 (equivalent to approximately HK\$142,953,238<sup>Note</sup>) and RMB123,017,377 (equivalent to approximately HK\$142,671,851<sup>Note</sup>) respectively. The net price of each First

Subscription Share and Second Subscription Share is approximately RMB6.18 (equivalent to approximately HK\$7.17<sup>(Note)</sup>) and RMB6.19 (equivalent to approximately HK\$7.18<sup>(Note)</sup>) respectively.

As at the date of this announcement, the general partner of Ningbo Yingxiang is Shenzhen Qianhai Xingwang Investment Management Co., Ltd. Ms. Li Yuanfei, a Director, is a partner of and has control over Shenzhen Qianhai Xingwang Investment Management Co., Ltd. Being a controlled entity of Ms. Li Yuanfei, Ningbo Yingxiang is a connected person of the Company pursuant to Rule 14A.07 of the Listing Rules.

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the Subscribers are independent of the Company and its connected persons (as defined in the Listing Rules).

The following table shows the shareholding structure of the Company (i) immediately prior to Completion; and (ii) immediately upon Completion:

Name of Shareholder	Share class	Immediately prior to Completion		Immediately upon Completion	
		No. of shares held	Percentage of total issued shares	No. of shares held	Percentage of total issued shares
Ningbo Meishan Bonded Area Yingxiang Investment Center (Limited Partnership) 寧波梅山 保稅港區瀛享投資中心 (有限合夥) <sup>(Note 1)</sup>	Domestic Shares	—	—	12,580,645	5.22%
<i>The Subscribers</i> <sup>(Note 2)</sup>					
Subscriber I	Domestic Shares	—	—	1,800,000	0.75%
Subscriber II	Domestic Shares	—	—	1,000,000	0.42%
Subscriber III	Domestic Shares	—	—	1,000,000	0.42%
Subscriber IV	Domestic Shares	—	—	1,000,000	0.42%
Subscriber V	Domestic Shares	—	—	1,000,000	0.42%
Subscriber VI	Domestic Shares	—	—	1,000,000	0.42%
Subscriber VII	Domestic Shares	—	—	500,000	0.21%
<i> Holders of Domestic Shares</i>					
Ye Yujing (葉玉敬)	Domestic Shares	67,694,000	30.62%	67,694,000	28.10%
Ye Xiujin (葉秀近)	Domestic Shares	15,504,000	7.01%	15,504,000	6.44%
Shenzhen Gong Xiang Li Investment Entity (Limited Partnership) (深圳市共享利投資企業 (有限合夥))	Domestic Shares	6,075,000	2.75%	6,075,000	2.52%
South China Sea Selected (Tianjin) Equity Investment Fund Limited Partnership Corporation (Limited Partnership) (南海成長精選(天津)股 權 投資基金合夥企業 (有限合夥))	Domestic Shares	17,000,000	7.69%	17,000,000	7.06%

Name of Shareholder	Share class	Immediately prior to Completion		Immediately upon Completion	
		No. of shares held	Percentage of total issued shares	No. of shares held	Percentage of total issued shares
Ningbo Meishan Bonded Area Xingwang Yinghua Equity Investment Center (Limited Partnership) (寧波梅山保稅港區興旺贏華股權投資中心(有限合夥))	Domestic Shares	<u>10,000,000</u>	<u>4.52%</u>	<u>10,000,000</u>	<u>4.15%</u>
Other Domestic Shareholders	Domestic Shares	<u>42,014,000</u>	<u>19.01%</u>	<u>42,014,000</u>	<u>17.44%</u>
<i>Total Domestic Shares</i>		<u>158,287,000</u>	<u>71.61%</u>	<u>178,167,645</u>	<u>73.95%</u>
International South China Investment Fund Limited Partnership	H Shares	16,009,000	7.24%	16,009,000	6.64%
Other H Shareholders	H Shares	<u>46,754,000</u>	<u>21.15%</u>	<u>46,754,000</u>	<u>19.41%</u>
<i>Total H Shares</i>		<u>62,763,000</u>	<u>28.39%</u>	<u>62,763,000</u>	<u>26.05%</u>
<i>Total issued Shares</i>		<u>221,050,000</u>	<u>100.00%</u>	<u>240,930,645</u>	<u>100.00%</u>

*Notes:*

1. Ningbo Yingxiang is a limited partnership incorporated in the PRC on 10 May 2017. As of the date of this announcement, Ningbo Yingxiang is owned as to 12%, 6%, 6%, 6%, 4.8%, 3.96%, respectively by Zhao Anchang, by Cheng Donghai, by Feng Qing, by Gu Qijun, by Cen Yinglan, by Chen Min; as to 3.6% by each of Zhang Linkui, Guo Dong, Qiao Xiuqin, Qiu Yingji, Yang Weiguang, Wang Zeliang, Xia Binqun, Ren Wei, Tang Zhiqing, Jiang Xiaochun, Zhu Weiliang, Sun Yihua, Yu Huagui, Qu Maojuan, Wang Jianping, Xia Liping, Wang Qing; and as to 0.01% by Shenzhen Qianhai Xingwang Investment Management Co., Ltd.
2. The seven Subscribers are individual investors and are independent from and not connected with the Company and its connected persons.

*Note:* Conversion of Renminbi into Hong Kong dollars is based on the approximate exchange rate of RMB1 to HK\$1.15977.

By order of the Board of Directors  
**Guangdong Adway Construction (Group) Holdings Company Limited\***  
**Mr. Ye Yujing**  
*Chairman, Executive Director and Chief Executive Officer*

Shenzhen, the PRC, 31 July 2019

*As of the date of this announcement, the Board of the Company comprises Mr. Ye Yujing, Mr. Liu Yilun, Ms. Ye Xiujin, Mr. Ye Guofeng, and Mr. Ye Niangting, as Executive Directors; Ms. Li Yuanfei as Non-Executive Director; and Mr. Cheung Wai Yeung Michael, Ms. Zhai Xin, and Mr. Lin Zhiyang, as Independent Non-executive Directors.*

*\* For identification purpose only*